



CONFLICTS OF INTEREST POLICY

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Contents:

Statement of Intent

1. Legal Framework
2. Definitions
3. Roles and Responsibilities
4. Identifying Conflicts of Interest
5. Identifying Conflicts of Loyalty
6. The Register of Interests
7. Member, Trust Board and Academy Committee Benefits
8. Declaring Interests
9. Removing Conflicts of Interest
10. Records of Proceedings
11. Non-Compliance
12. Related Party Transactions
13. Monitoring and Review

Statement of Intent

This policy sets out the framework for ensuring that the decisions and decision-making processes at Ambitions Academies Trust are, and are seen to be, free from personal bias and do not unfairly favour any individual or company connected with the Trust.

Trust Board members and the Trust's staff have an obligation to act in the best interests of the Trust and the academy communities to avoid situations where there may be a potential conflict of interest.

Situations may arise where family interests or loyalties conflict with those of the Trust. Such interests may create problems as they can inhibit free discussions, result in decisions or actions that are not in the interests of the Trust, and risk the Trust's reputation.

The Trust has created this policy to:

- Ensure that Trustees, Members, Academy Committee Members and members of staff understand what constitutes a conflict of interest, and that they have a responsibility to identify and declare any conflicts that might arise.
- Record the conflict and the actions taken to ensure that the conflict does not affect the decision-making of the Trust.

Ambitions Academies Trust, its academies and nurseries are referred to as AAT in this policy.

1. Legal Framework

- 1.1. This policy has due regard to all relevant legislation including, but not limited to, the following:
 - The Companies Act 2006 (strategic Report and Directors' Report) Regulations 2013
 - Data Protection Act 2018
 - UK General Data Protection Regulation
 - The Charities Act 2011
- 1.2. This policy has due regard to all relevant guidance, including, but not limited to, the following:
 - The DfE (2020) Governance Handbook
 - The Charity Commission (2014) Conflicts of Interest: a Guide for Charity Trustees
 - The Charity Commission (2020) 'Managing Conflicts of Interest in a Charity'
 - DfE (2023) 'Academy Trust Handbook'
- 1.3. This policy operates in conjunction with the AAT Finance Handbook, the following Trust policies and the Code of Conduct for the Trust Board and Academy Committees:
 - Anti-fraud and Corruption Policy
 - Capital Asset Policy
 - Data Protection Policy
 - Anti-bribery, Gifts & Hospitality Policy
 - Procurement and Tendering Policy
 - Reserves and Investment Policy
 - Whistleblowing Policy
- 1.4. The following will be compiled from the submitted declarations:
 - Declared Conflicts of Interest Register – this is the full register which details the nature of the interests declared. This has restricted access.
 - General Register – this register is published on the Trust Website.
 - Related Party Transactions (RPT) Register – academy trusts must report all related party transactions, regardless of value, in their annual financial statements as set out in the [Academies Accounts Direction](#).

2. Definitions

- 2.1. For the purpose of this policy, a person is defined as having a '**business or pecuniary interest**' if they have a monetary or financially vested interest in a business or service, which could prevent the individual from acting in the Trust's best interests.
- 2.2. '**Conflicts of interest**' are any situations where an individual's personal interests or loyalties could, or could be seen to, prevent the individual from making a decision in the best interests of the Trust. The most common types of conflict of interest can be separated into '**financial conflicts**' and '**loyalty conflicts**'.

- 2.3. **'Financial conflicts'** are when an individual is connected to a person and/or organisation and could receive money or something else of value from the selection of their decision. Individuals' expenses, e.g. governance expenses, are not included in this definition.
- 2.4. **'Loyalty conflicts'** are unrelated to money or individual benefits; rather, these conflicts are concerned with other reasons relating to an individual's loyalty or duty to another organisation which would impair their decision-making in consideration to their obligation to prioritise the Trust's best interest.
- 2.5. A **'connected person'** broadly relates to an individual's family, relatives, or business partner. To determine if an individual is considered connected in case-specific issues, the Trust will seek legal advice if necessary.
- 2.6. The term **'significant shareholder'** refers to any individual or relative of an individual holding more than 20 percent of the share capital or exercising more than 20 percent of the voting power in an organisation.
- 2.7. An **'interested party'** is defined as a person who has a close relation to a person with a vested interest, e.g. a spouse.
- 2.8. **'At cost'** refers to the cost of a good or service (not including contracts of employment) without profit.

3. Roles and Responsibilities

- 3.1. The Trust Board is responsible for:
 - Ensuring that all members of staff, including volunteers, act in accordance with this policy at all times.
 - Identifying any conflicts of interest that have not been previously declared.
 - Making complete declarations on an annual basis, and ensuring they are up-to-date.
 - Ensuring there are measures in place to manage and identify any conflicts of interest.
 - Operating and making decisions in the best interests of pupils and AAT.
 - Independently and objectively making decisions about executive pay and benefits, scrutinising each decision so conflicts of interest are avoided.
 - Operating and making decisions in line with their charitable objectives, where applicable.
- 3.2. The Chair of Trustees is responsible for:
 - Ensuring, in liaison with the Governance Lead, that all Members, Trustees and Academy Committee Members have declared any conflicts of interest, in accordance with the Declared Conflicts of Interest Register.
 - Considering the risks associated with an individual who has declared a conflict of interest participating in any decision-making or voting and seeking advice from the Trust Executive Team.
 - Setting professional standards of governance and accountability for the Board.
- 3.3. The Governance Lead, as Clerk to the Trust Board, is responsible for:

- Keeping an accurate and up-to-date record of interests for all Members, Trustees, Academy Committee Members, staff and volunteers, which is reviewed annually, and can be accessed by relevant people.
- Keeping accurate meeting minutes.

3.4. The Accounting Officer is responsible for:

- Being the Trust's lead in financial matters, including a personal responsibility to government and to the ESFA's Accounting Officer.
- Completing and signing a statement on regularity, propriety and compliance each year and submitting this to the ESFA with the audited accounts.
- Ensuring the Trust Board is compliant with the Trust's Articles of Association, Funding Agreement, and the ESFA Academies Financial Handbook.
- Notifying the ESFA's Accounting Officer immediately, in writing, if the Board is not compliant.

3.5. The CEO, Directors and Principals are responsible for:

- Ensuring, in liaison with the Chair of Trustees and Governance Lead, that all Members, Trustees and Academy Committee Members have declared any conflicts of interest, in accordance with the Declared Conflicts of Interest Register.
- Ensuring that all identified staff members who are responsible for proposing a course of action or handling AAT's budget have declared any conflicts of interest.

Identified staff are:

- All Trust Office staff
- All Finance staff
- Principals, Vice Principals, Assistant Vice Principals
- All budget holders
- Deciding who else is considered an 'interested party' or who is in a 'position of influence' and ensuring they declare any conflicts of interest.
- Ensuring that the General Interests Register is published on the Trust website.

3.6. Staff and volunteers are responsible for:

- Declaring any conflicts of interest.
- Acting in accordance with this policy at all times.
- Identifying any conflicts of interest that have not been previously declared.
- Following the Trust's Whistleblowing Policy where there are concerns that a conflict of interest has not been declared, and an individual might have subsequently benefitted.
- Ensuring that no individuals in a discussion have a vested interest in the subject.

4. Identifying Conflicts of Interest

4.1. All staff and volunteers will be able to demonstrate that they do not have a vested interest in any decision-making or budget spending.

- 4.2. All staff and volunteers will remain objective and act within the best interests of AAT and its pupils.
- 4.3. Members, Trustees and Academy Committee Members will declare any conflicts of interest at an early stage and inform the relevant people.
- 4.4. Members, Trustees and Academy Committee Members will ensure that any conflicts of interest do not prevent them from making a decision that would be in the best interests of AAT and its pupils.
- 4.5. Members, Trustees, Academy Committee Members and the identified members of staff will declare the following interests:
 - Holding another public office
 - Being an employee, director, adviser or partner of another business or organisation
 - Pursuing business opportunities
 - Having a beneficial interest in a trust
 - Having a legal or professional obligation to someone else
 - Having received a gift, hospitality or other benefit from someone/an organisation
 - Being a member of a club, society or association
 - Owing a debt to someone/an organisation
 - Owning or occupying a piece of land
 - Owning shares or some other investment or asset
 - Holding or expressing strong political or personal views that may indicate prejudice or predetermination for or against a person or issue
 - Being a governor, associate member or trustee at any other educational establishment
 - Being a spouse, partner, relative or close friend of someone who has one of these interests
- 4.6. All interests and connections that could influence AAT's reputation with the public will be declared.
- 4.7. Staff and volunteers that have a relative whom they know to have a declarable interest will declare this information.
- 4.8. If the Trust's Members, Trustees or Academy Committee Members have a relative whom they know to have relevant interests, this will be declared.
- 4.9. Only relevant interests will be declared, e.g. the spouse of the owner of a catering service when AAT is seeking a new catering company. Any interests that do not directly benefit individuals or their relatives do not need to be declared – for example, being a small shareholder in a large national company rather than a significant shareholder.

5. Identifying Conflicts of Loyalty

- 5.1. Conflicts of interest can also arise, even if the individual does not gain any financial benefit, when their decision-making as a Member, Trustee, Academy Committee Member or staff member could be influenced by their other interests.

- 5.2. Members, Trustees, Academy Committee Members and identified staff will be required to declare any interest that might conflict with their loyalty to:
- Another organisation, such as their employer.
 - A member of their family.
 - Another connected person or organisation.
 - Another governing board or committee of which they are a member.
 - The individual that appointed them to the governing board.
- 5.3. AAT employees undertaking a secondment opportunity outside of AAT (either on a full-time or part-time basis) must have prior, written approval from the CEO. Employees on secondment must be aware of the possibility of conflicts of interest between their responsibilities as an employee of AAT and their role as a secondee. All conflicts of interest must be formally declared.
- 5.4. Members, Trustees, Academy Committee Members and identified staff will also be required to declare any conflicts of interest where their religious, political or personal views could interfere with their ability to make decisions in the best interests of AAT.

6. The Register of Interests

- 6.1. Each declaration of interest will be recorded on the Trust's Declared Conflicts of Interest Register.
- 6.2. This register will allow all governors and relevant employees to identify any business, commercial, financial or personal interests they have.
- 6.3. Details of each interest will be recorded on the register, including the following:
- The nature of the business and/or interest
 - The name of the business and/or interest
 - The date the interest began
 - A brief description of duties or responsibilities
 - The date of cessation of interest
 - The date of entry onto the register
 - Relevant material interests which occur through close family relationships between those individuals and employees.
- 6.4. The Trust will keep a Declared Conflicts of Interest Register that details the interests declared.
- 6.5. The declaration registers will be stored in the Trust Office, where they can be accessed by the CEO and the Chair of Trustees, as well as inspected by Ofsted or anyone else who has a right to it to carry out their statutory duties.
- 6.6. The Data Protection Officer (DPO) will ensure that the registers are protected in accordance with the Trust's Data Protection Policy.
- 6.7. The Trust Board is responsible for deciding who else has access to the registers.

- 6.8. If an individual has no interest to declare, they will indicate this by stating 'nil' on their conflicts of interest form, before signing and dating the declaration.
- 6.9. If an individual is unsure whether they have a conflict of interest, the CEO, Director or Principal will advise the individual to declare any possible interests until they can confirm their interests at a later date.
- 6.10. Any conflicting interests or relationships will be described in sufficient detail using appropriate language to clarify under what circumstances an individual's position might be brought into question.
- 6.11. If a new interest becomes applicable during the school year, it will be the responsibility of the individual concerned to update their declaration by submitting their declaration of Interests. The Declared Conflicts of Interest Register will be updated accordingly.
- 6.12. The Declared Conflicts of Interests Register will be published publicly on the Trust website; however, certain interests of staff members may be omitted from the published copy, unless they are also a Trustee, an Academy Committee Member or relevant member of staff. It is noted that Members must not be Trust employees.
- 6.13. The relevant business and pecuniary interests of Members, Trustees, Academy Committee Members and Accounting Officers will be published publicly on the Trust website.
- 6.14. AAT will have discretion over the publication of interests of other individuals named on the register.
- 6.15. Trustees will consider any other interests they deem relevant and, if there is any doubt, register them regardless.
- 6.16. The Trust Board will be responsible for keeping their register of interests up-to-date through regular review.

7. Member, Trust Board and Academy Committee Benefits

- 7.1. Members, Trustees and Academy Committee Members will only be permitted to benefit from AAT where there is an explicit authority in place in the Trust's governing document.
- 7.2. Trust Board and Academy Committee benefits include any payments or benefits to members, or a connected person, apart from their reasonable out-of-pocket expenses.
- 7.3. Benefits also include situations where a member of the Trust Board or Academy Committee could receive property, loans, goods or services from AAT.
- 7.4. Where there is a proposed sale or lease of land to a Member, Trustee, Academy Committee Member, or to a person or company closely connected with a member, this will require authorisation from the DfE before it is granted, even if the disposal is at full market value.
- 7.5. The payment of reasonable expenses to a Member, Trustee or Academy Committee Member is not a benefit and therefore does not create a conflict of interest or require authorisation.

8. Declaring Interests

- 8.1. Wherever possible, the CEO and Chair of Trustees will make arrangements to avoid a conflict of interest arising.
- 8.2. The stipulations below apply to all Members, Trustees, Academy Committee Members the CEO, Directors and Principals and any others in attendance at meetings, including the SLT.
- 8.3. The Members, Trustees and Academy Committee Members will be provided with a standard agenda item at the beginning of each meeting, to declare any actual or potential conflicts of interest.
- 8.4. Declarations will be made using the required form unless they are made at a meeting where official minutes are being taken.
- 8.5. All Members, Trustees, Academy Committee Members and staff will be required to declare any interest that has been outlined as an item to be discussed, at the earliest possible opportunity and before any discussion of the item itself.
- 8.6. If a Member, Trustee, Academy Committee Member or member of staff is unsure whether they are conflicted, they will declare the issue and discuss it with the rest of the Members, Trust Board or Academy Committee.
- 8.7. If a Member, Trustee, Academy Committee Member or member of staff is aware of an undeclared conflict of interest affecting another member, they will be required to notify the Members, Trust Board or Academy Committee for appropriate action.
- 8.8. If the person making the declaration is only one of a number participating in the discussion and decision-making process, the declaration will be made to the other participants.
- 8.9. If the person making the declaration is the only person making a decision on behalf of the Trust Board or Academy Committee, the declaration will be made to the CEO, Director or Principal.
- 8.10. If the person making the declaration is the CEO, Director or Principal, the declaration will be made to the Chair of Trustees or the Academy Committee Chair.
- 8.11. Staff will declare conflicts of interest to the CEO, Director or Principal and ensure that this information is up-to-date.
- 8.12. If new conflicts of interest arise for Members, Trustees, Academy Committee Members or staff, they will inform the Chair of Trustees, the Academy Committee Chair or the CEO, Director or Principal and the registers will be updated.

9. Removing Conflicts of Interest

- 9.1. The Members, Trust Board, Academy Committees and staff will consider any conflict of interest declared, ensuring that any potential effect on decision-making is eliminated.
- 9.2. If an individual has declared an interest, they will be required to leave the room when the matter is being discussed.

- 9.3. Where there is a conflict of loyalty and the affected Member, Trustee, Academy Committee Member or member of staff does not stand to gain any benefit, they will be required to declare the interest.
- 9.4. The rest of the Members, Trust Board or Academy Committee will decide on what level of participation in decision-making, if any, is acceptable on the part of the conflicted member.
- 9.5. The Members, Trust Board or Academy Committee will decide whether the affected member:
- Can participate in the decision, after having registered and fully declared their interest.
 - Can stay in the meetings where the decision is discussed and made, but not participate.
 - Must be withdrawn from the decision-making process.
- 9.6. When deciding which course of action to take, the Members, Trust Board and Academy Committees will:
- Always make their decisions in the best interests of AAT and its pupils.
 - Always protect AAT's reputation and be aware of the impression that their actions and decisions may have on others.
 - Always be able to demonstrate that they have made decisions in the best interests of AAT and its pupils, and independently of any competing interest.
 - Require the withdrawal of the affected member from any decisions where their other interest is relevant to a high-risk or controversial decision, or could significantly affect the decision-making.
 - Allow a member to participate where the existence of their other interest poses a low risk to decision-making in AAT's interest, or is likely to have only an insignificant bearing on their approach to an issue.
 - Be aware that the presence of a conflicted member can affect trust between other Members, Trustees or Academy Committee members, could inhibit free discussion, and might influence decision-making in some way.
- 9.7. If the Members, Trust Board, Academy Committee or staff member is discussing the appointment of a post, or making decisions that may lead to a staff vacancy, regarding a role for which a Trustee or Academy Committee Member could apply, the member in question will be required to leave the discussion, as this is classed a conflict of interest.
- 9.8. Members, Trustees, Academy Committee Members and staff who have declared an interest will not be able to vote or make decisions regarding that topic, including any financial activity connected to the matter, and will not be present when the vote is taken.
- 9.9. The Clerk will record an entry in the minutes when an individual withdraws from a meeting.
- 9.10. Declarations will be clearly recorded so that there can be no potential for misunderstandings.
- 9.11. In circumstances where participation is unavoidable, the Chair of Trustees or Academy Committee Chair will consider the risks associated with the situation and advice will be sought from the Trust Executive Team. An entry of the situation, including the outcome, will be recorded in the minutes.

9.12. The Members, Trust Board and Academy Committees will follow any legal or governing document requirements on how a conflict of interest must be handled, but may, in serious cases, decide that removing a conflict of interest itself is the most effective way of preventing it from affecting their decision-making.

9.13. Serious conflicts of interest include, but are not limited to, those which:

- Are so acute and extensive that the Member, Trustee, Academy Committee Member or member of staff is unable to make their decision in the best interests of AAT and its pupils.
- Are present in significant high-risk decisions.
- Mean that effective decision-making is regularly undermined or cannot be managed in accordance with the required or best practice approach.
- Are associated with an inappropriate Member, Trust Board, Academy Committee or staff benefit.

9.14. To remove a conflict of interest, the Members, Trust Board and Academy Committees will undertake appropriate action, including:

- Not pursuing the course of action.
- Proceeding with the issue in a different way so that a conflict of interest does not arise.
- Securing the resignation of the Member, Trustee or Academy Committee Member affected by a conflict of interest.
- Not making appointments that would knowingly introduce a conflict of interest.

10. Records of Proceedings

10.1. Each time a declaration has been made during a meeting or an individual has withdrawn from a discussion, a record will be kept in the meeting minutes.

10.2. At a minimum, the following information will be recorded:

- The nature of the conflict
- Which members were affected
- Whether the conflicts of interest were declared in advance
- Whether anyone withdrew from the discussion
- How the Members, Trustees or Academy Committee Members reached the decision made
- A description of what was disclosed and in what circumstances
- A cross-reference to an entry in the General Interests Register
- The Chair of Trustees or Academy Committee Chair or CEO, Director or Principal will sign and date the recording

11. Non-Compliance

11.1. Any Member, Trustee, Academy Committee Member or member of staff who fails to reveal information to enable the Members, Trust Board or Committee to fulfil its responsibilities

might be in breach of the Governance Code of Conduct and, as such, these incidents will be dealt with on a case-by-case basis accordingly.

- 11.2. The Members, Trust Board or Academy Committee will consider suspending a member if they fail to declare information that brings AAT's reputation into question.
- 11.3. Any member of staff found to be withholding information about a conflict of interest may be subject to disciplinary action in line with the Trust's Disciplinary Procedures Policy.
- 11.4. Any staff member or member of the Members, Trust Board or Academy Committee who fails to declare an interest and is found to be in conflict with their decision-making will be required to explain the reasons for their omission.

12. Related Party Transactions (RPT)

- 12.1. AAT must be even-handed in its relationship with related parties by ensuring:
 - Trustees comply with their statutory duties to avoid conflicts of interest, not accept benefits from third parties, and declare interest in proposed transactions or arrangements.
 - All Members, Trustees, Academy Committee Members and specified employees complete the register of interests.
 - A register of interests has been completed by the Governance Lead as the Clerk to the Trust Board.
 - No member of AAT uses their connections to AAT for personal gain.
 - All payments are permitted by the Articles of Association or by authority from the Charity Commission.
 - The Charity Commission approves payments to a Trustee where there is a significant advantage to AAT.
 - Any payment provided to a person satisfies the 'at cost' requirement.
- 12.2. All related party transactions must be reported to the ESFA in advance of transactions taking place, using the ESFA's [online form](#).
- 12.3. The ESFA's prior approval will be obtained, using the online form, for contracts and other agreements for the supply of goods or services to AAT by a related party agreed on or after 1 September 2023 where a contract or other agreement exceeds £40,000 in the same financial year ending 31 August.
- 12.4. For the purposes of reporting to the ESFA, transactions with related parties will not include salaries and other payments made by AAT to a person under a contract of employment through AAT's payroll.
- 12.5. AAT will declare, but not seek approval for, eligible transactions to the ESFA where they are for services that can only be delivered by the diocese. A single upload of evidence relating to the payment of levy for these services will be completed.
- 12.6. When completing the ESFA's online form, all the information required to complete the form will be collected – it is not possible to partially complete a form and then return to it.

12.7. The following information is needed to create a record for the supplier:

- The name of the supplier
- The supplier's address
- The supplier's company number which can be found using the [Companies House website](#) (for limited companies)
- The statement which best describes the relationship between the supplier and AAT
- Confirmation that the supplier is listed on AAT's register of interests
- Confirmation that AAT has a statement of assurance from the supplier
- Confirmation that AAT has an open-book agreement with the supplier

12.8. The following information is needed about the related party transaction:

- A short description of the goods or services
- Details of the proposed cost
- The start and end date of any contract or agreement

12.9. When seeking approval for a related party transaction, evidence including the following is required:

- How AAT agreed to the related party transaction
- That AAT followed the Tendering and Procurement Policy
- That AAT tested the market before making a decision
- How AAT managed any conflicts of interest
- A copy of the agreement and proposed contract

12.10. The Trust Board and the Accounting Officer will manage personal relationships with related parties to avoid both real and perceived conflicts of interest, promoting integrity and openness in accordance with the seven principles of public life.

12.11. The Chair of Trustees and the Accounting Officer will ensure their capacity to control and influence does not conflict with requirements.

12.12. AAT recognises that some relationships with related parties may attract greater public scrutiny, such as:

- Transactions with individuals in a position of control and influence, including the Chair of the Board and the Accounting Officer
- Payments to organisations with a profit motive, as opposed to those in the public or voluntary sectors
- Relationships with external auditors beyond their duty to deliver a statutory audit

12.13. AAT must keep sufficient records and make sufficient disclosures in their annual accounts to show accordance with the high standards of accountability and transparency required within the public sector.

12.14. AAT's register of interests will include business and pecuniary interests, including:

- Directorships, partnerships and employments with businesses.
- Trusteeships and governorships at other educational institutions and charities.

- For each interest: the name of the business; the nature of the business; the nature of the interest; and the date the interest began.
- Any other interests deemed relevant by the Trust Board.

12.15. The register of interests will identify any relevant material interests from close family relationships between the Trust's Members, Trustees and Academy Committee Members. It will also identify relevant materials arising from close family relationships between those individuals and employees.

12.16. Relevant business and pecuniary interests of Members, Trustees and Academy Committee Members and the Accounting Officer will be published on the Trust's website.

12.17. The Trust will maintain a Related Party Transactions (RTP) Register, which will be stored in accordance with the Trust's Data Protection Policy.

13. Monitoring and Review

13.1. This policy will be reviewed on an annual basis, in the summer term, or when new legislation or guidance regarding the subject is published and requires the approval of the Trust Board as it cannot be delegated to a committee.

13.2. The Trust Board will carry out continuous monitoring of its and Members' activities to ensure that any conflicts of interest are identified and mitigated as soon as possible.

13.3. The Trust Board will review the Declared Conflicts of Interest Register on an annual basis, or when circumstances have changed.

13.4. The Declared Conflicts of Interest Register will be available to be viewed and amended at every meeting of the Full Trust Board.

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